

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*

Debtors.¹

PROMESA Title III

Case No. 17-BK-3283-LTS

(Jointly Administered)

Re: ECF Nos. 12430 & 12442

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE PUERTO RICO PUBLIC BUILDINGS
AUTHORITY,

Debtor.

PROMESA Title III

Case No. 19-BK-5523-LTS

(Jointly Administered)

Re: ECF Nos. 56 & 57

**This Motion relates only
to PBA, and shall be filed in
Case No. 17-BK-3283-LTS and
Case No. 19-BK-5523-LTS**

**MOTION OF THE PUERTO RICO PUBLIC BUILDINGS AUTHORITY FOR ENTRY OF
ORDER (A) EXTENDING THE DEADLINE FOR FILING PROOFS OF CLAIM AND (B)
APPROVING FORM AND MANNER OF NOTICE THEREOF**

To the Honorable United States District Court Judge Laura Taylor Swain:

The Puerto Rico Public Buildings Authority (“PBA” or the “Debtor”), by and through the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), as

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

representative for PBA pursuant to Section 315(b) of the *Puerto Rico Oversight, Management and Economic Stability Act* (“PROMESA”),² hereby respectfully submits this motion (the “Motion”), pursuant to section 105(a) of Title 11 of the United States Code (the “Bankruptcy Code”), made applicable to these cases pursuant to PROMESA Section 301(a), and Rule 2002(m) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), made applicable to these cases pursuant to PROMESA Section 310, for entry of an order, substantially in the form annexed hereto as **Exhibit A** (the “Proposed Order”), (a) extending the deadline for filing proofs of claim and (b) approving form of notice; and in support of this Motion, PBA respectfully states as follows:

JURISDICTION

1. The United States District Court for the District of Puerto Rico (the “Court”) has subject matter jurisdiction over this matter pursuant to PROMESA Section 306(a).

2. Venue is proper pursuant to PROMESA Section 307(a).

BACKGROUND

3. On March 11, 2020, the Court entered the *Order (A) Establishing Deadlines and Procedures for Filing Proofs of Claim and (B) Approving Form and Manner of Notice Thereof* [ECF No. 55]³ (the “Bar Date Order”). The Bar Date Order set a deadline of 4:00 p.m. (Atlantic Standard Time) on April 30, 2020 for filing proofs of claim (as defined in Bankruptcy Code section 101(5)) against PBA (the “General Bar Date”) on account of (i) claims arising, or deemed to have arisen, prior to September 27, 2019, the commencement date for the PBA Title III case, including, for the avoidance of doubt, claims arising under Bankruptcy Code section 503(b)(9), and (ii) claims asserted by governmental units (as defined in Bankruptcy Code section 101(27)). The Bar Date Order further permitted claimants to file proofs of claim by hand delivery at claims collection centers to be

² PROMESA has been codified at 48 U.S.C. §§ 2101-2241.

³ Unless otherwise noted, all ECF numbers refer to filings in Case No. 19 BK 5523-LTS.

established at various locations on the island of Puerto Rico, as well as in Brooklyn, NY (collectively, the “Collection Centers”).

4. On March 15, 2020, in response to the spread of COVID-19 in Puerto Rico, the Governor of Puerto Rico signed the *Executive Order of the Governor of Puerto Rico, Hon. Wanda Vázquez Garced, to Make Viable the Necessary Government and Private Closures to Fight the Effects of Coronavirus (COVID-19) and Control the Risk of Contagion on Our Island*, Administrative Bulletin No. OE-2020-023 (the “First Executive Order”). The Executive Order ordered the “closure of all businesses in Puerto Rico as of today, March 15 at 6:00 p.m. until March 30, 2020.” Furthermore, the Executive Order imposed a curfew from 9:00 p.m. through 5:00 a.m., during which time all residents of Puerto Rico must remain at home, and limited the purposes for which citizens may travel for essential services during non-curfew hours. In addition, all public schools have been closed since March 16, 2020, and the Government is operating on a partial shutdown as a result of the First Executive Order.

5. On March 17, 2020, and as a result of the mandatory closure, PBA filed the *Urgent Motion (A) to Extend Deadline for Filing Proofs of Claim and (B) to Approve Form and Manner of Notice Thereof* [Case No. 17-03283-LTS, ECF No. 12430; Case No. 19-05523-LTS, ECF No. 56]. By order, dated March 18, 2020, the Court extended the deadline for filing proofs of claim to 4:00 p.m. (Atlantic Standard Time) on May 15, 2020 (the “First Extended Bar Date”) [Case No. 17-03283-LTS, ECF No. 12442; Case No. 19-05523-LTS, ECF No. 57] (the “First Bar Date Extension Order”).

6. On March 30, 2020, the Governor signed Executive Order OE-2020-029 (“Second Executive Order”), which amended the First Executive Order by imposing a stricter shelter-in-place order through April 12, 2020. The curfew was extended to require all Puerto Rico residents to remain in their homes between 7 p.m. and 5 a.m., and was further clarified to require that residents may only

leave their homes under certain limited circumstances.

7. On April 12, 2020, the Governor issued Executive Order OE-2020-033 (as subsequently amended by Executive Order OE-2020-034 on April 14, 2020, the “Third Executive Order,” and together with the First Executive Order and the Second Executive Order, the “Executive Orders”), which further extended, with some modifications, the existing measures to May 3, 2020.

8. As a result of the Executive Orders, and the curfews and mandatory closures of non-essential businesses they impose, the Collection Centers located in Puerto Rico will not open prior to May 4, 2020. Notwithstanding this delay in the opening of the Collection Centers located in Puerto Rico, creditors have been able to submit proofs of claim online or through the mail in accordance with the procedures set forth in the Bar Date Order. Prior to May 4, 2020, creditors are encouraged to file proofs of claim utilizing such other means.

RELIEF REQUESTED

9. In light of the fact that the Collection Centers will not open until May 4, 2020, PBA submits that a further brief extension of the General Bar Date, to and including **June 26, 2020** (the “Second Extended Bar Date”), is appropriate. Accordingly, PBA respectfully requests entry of an order, substantially in the form attached hereto as **Exhibit A**, granting a brief extension of the deadline and approving PBA’s proposed form of notice thereof.

10. In consenting to this extension, PBA does not waive any arguments, rights, or defenses with respect to any requests to seek allowance of claims filed after the Second Extended Bar Date. Furthermore, PBA’s consent to a brief extension shall not be deemed or construed as creating or conferring any right upon any persons or entities, or evidence of any willingness or obligation on PBA’s part to consent to any other or further modification of or relief from the Second Extended Bar Date, as the case may be.

NOTICE OF ENTRY OF ORDER AND OF BAR DATES AND RELATED PROCEDURES

11. The First Bar Date Extension Order required PBA to provide notice of the First Extended Bar Date by causing a copy of a publication notice to be published in *Caribbean Business*. However, PBA understands that, due to restrictions imposed by the Executive Orders, *Caribbean Business* has suspended publication. Further, PBA understands that *Caribbean Business* does not know when it will be able to resume publication, but does not expect to resume publication until late May, at the earliest. Therefore, in lieu of publication in *Caribbean Business*, PBA proposes to provide publication notice of the Second Extended Bar Date in the *San Juan Star*. The *San Juan Star* is a general interest paper, published daily in English, with a circulation of approximately 50,000.

12. PBA proposes to provide notice of the Second Extended Bar Date by causing a copy of a publication notice, substantially in the form of the Second Extended Bar Date Notice, attached hereto as Attachment 1, to be published on or before fifteen (15) days, or as soon as practicable, after the date the Court's order granting the Motion is issued, in (a) *El Nuevo Dia* in Spanish (primary circulation is in Puerto Rico), (b) *San Juan Star* in English (primary circulation is in Puerto Rico), (c) *El Diario* and *El Nuevo Herald*, both in Spanish (primary circulation is in New York and Miami, respectively), and (d) *The Bond Buyer*. The publication notice has been tailored to provide notice of the Second Extended Bar Date on an extensive basis throughout Puerto Rico and the United States. PBA believes the publication notice would provide any claimants unknown to the Debtor that may potentially hold claims against the Debtor with adequate notice of the Second Extended Bar Date.

13. PBA also proposes to provide notice of the Second Extended Bar Date by causing no less than fourteen (14) radio advertisements, specifying the nature of the Title III case, the Bar Date extension date, and phone numbers, emails, or websites from which parties may obtain additional information regarding the Second Extended Bar Date, to be aired during the two-week period

preceding the Second Extended Bar Date, on (a) WMEG-FM (contemporary hit radio) in Spanish and (b) WKAQ-AM (Spanish language radio) in Spanish. The radio notice, as a supplement to the publication notice, has been tailored to provide notice of the Second Extended Bar Date on an extensive basis throughout Puerto Rico. PBA believes the radio notice, as a supplement to the publication notice, would provide any claimants unknown to the Debtor that may potentially hold claims against the Debtor with adequate notice of the Second Extended Bar Date.

14. PBA intends to issue reminder notices of the Second Extended Bar Date by causing a copy of a publication notice, substantially in the form of the Reminder Notice, attached as Exhibit 1-A to the Bar Date Order, to be published on a date that is seven (7) to fourteen (14) before the Second Extended Bar Date in the periodicals referenced in paragraph 12 above.

15. PBA submits that the proposed procedures for serving and publishing the Second Extended Bar Date Notice comply with the requirements of PROMESA, the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the Local Bankruptcy Rules, to be made applicable in these Title III Cases pursuant to the *Eleventh Amended Case Management Procedures* [Case No. 17-3283, ECF No. 11885-1].

NOTICE

16. PBA has provided notice of this Motion to: (a) the Office of the United States Trustee for the District of Puerto Rico; (b) the Fiscal Agent for the Debtor's bonds; (c) the entities on the list of creditors holding the 20 largest unsecured claims against PBA; (d) the Office of the United States Attorney for the District of Puerto Rico; (e) counsel to the Puerto Rico Fiscal Agency and Financial Advisory Authority; (f) the Puerto Rico Department of Justice; and (g) all parties filing a notice of appearance in this Title III Case. PBA submits that, in light of the nature of the relief requested, no other or further notice need be given.

WHEREFORE PBA respectfully requests entry of an order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested herein and granting such other relief as is just and proper.

[Remainder of Page Intentionally Left Blank]

Dated: April 29, 2020

San Juan, Puerto Rico

Respectfully submitted,

/s/ Hermann D. Bauer

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Exhibit A

Proposed Order

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

<div>In re:</div> <div>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,</div> <div>as representative of</div> <div>THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i></div> <div>Debtors.¹</div>	<div>PROMESA Title III</div> <div>Case No. 17-BK-3283-LTS</div> <div>(Jointly Administered)</div>
<div>In re:</div> <div>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,</div> <div>as representative of</div> <div>THE PUERTO RICO PUBLIC BUILDINGS AUTHORITY,</div> <div>Debtor.</div>	<div>PROMESA Title III</div> <div>Case No. 19-BK-5523-LTS</div> <div>(Jointly Administered)</div> <div>This Motion relates only to PBA, and shall be filed in Case No. 17-BK-3283-LTS and Case No. 19-BK-5523-LTS</div>

**ORDER GRANTING MOTION OF THE PUERTO RICO PUBLIC BUILDINGS
AUTHORITY FOR ENTRY OF ORDER (A) EXTENDING THE DEADLINE
FOR FILING PROOFS OF CLAIM AND (B) APPROVING FORM
AND MANNER OF NOTICE THEREOF**

Upon the *Motion of the Public Buildings Authority for Entry of Order (A) Extending
the Deadline for Filing Proofs of Claim and (B) Approving Form and Manner of Notice Thereof* [ECF

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

No. __], dated April 29, 2020 (the “Motion”),² of the Puerto Rico Public Buildings Authority (“PBA” or the (“Debtor”) for entry of an order (this “Order”) establishing an extended deadline for filing proofs of claim against PBA; and this Court having jurisdiction over this matter pursuant to PROMESA Section 306(a); and it appearing that venue in this district is proper pursuant to PROMESA Section 307(a); and the Court having found that the relief requested in the Motion is in the best interests of PBA, its creditors, and other parties in interest; and the Court having found that, based upon the relief requested by the Motion, no other or further notice is required; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and any objections to the relief requested herein having been resolved as set forth herein, or withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted to the extent set forth herein.
2. The General Bar Date for claimants to submit proofs of claim either electronically, by mail, or by hand delivery, as defined and set forth in the *Order (A) Establishing Deadlines and Procedures for Filing Proofs of Claim and (B) Approving Form and Manner of Notice Thereof* [Case No. 19-5523, ECF No. 55], shall be extended to **4:00 p.m. (Atlantic Standard Time) on June 26, 2020** (the “Second Extended Bar Date”).

3. In accordance with Bankruptcy Rule 2002, PBA, through Prime Clerk, is authorized and directed to cause a copy of a notice, substantially in the form attached hereto as **Attachment 1**, to be published once, to be published once, on or before fifteen (15) days after the entry of this Order, or as soon as practicable thereafter under the circumstances, in (a) *El Nuevo Día* in Spanish (primary

² All capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

circulation is in Puerto Rico), (b) *San Juan Star* in English (primary circulation is in Puerto Rico), (c) *El Diario* and *El Nuevo Herald*, both in Spanish (primary circulation is in New York and Miami, respectively), and (d) *The Bond Buyer*.

4. PBA, through Prime Clerk, is authorized and directed to cause no less than fourteen radio advertisements, alerting listeners of the Second Extended Bar Date, to be aired during the two-week period preceding the Second Extended Bar Date, on (a) WMEG FM (contemporary hit radio) in Spanish and (b) WKAQ AM (Spanish language talk radio) in Spanish.

5. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: _____, 2020

Honorable Judge Laura Taylor Swain
United States District Judge

Attachment 1

Form of Publication Notice

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*

Debtors.¹

PROMESA Title III

Case No. 17-BK-3283-LTS

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE PUERTO RICO PUBLIC BUILDINGS
AUTHORITY,

Debtor.

PROMESA Title III

Case No. 19-BK-5523-LTS

(Jointly Administered)

**This Motion relates only
to PBA, and shall be filed in
Case No. 17-BK-3283-LTS and
Case No. 19-BK-5523-LTS**

NOTICE OF EXTENDED DEADLINES FOR FILING PROOFS OF CLAIM

DEADLINE EXTENSION

**TO ALL CREDITORS OF THE DEBTORS, AND TO OTHER PARTIES IN INTEREST,
PLEASE TAKE NOTICE OF THE FOLLOWING:**

On September 27, 2019, the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”) filed a voluntary petition under section 304(a) of *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”),² initiating a Title III case under PROMESA (a “Title III Case”) for the Puerto

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² PROMESA is codified at 48 U.S.C. §§ 2101-2241.

Rico Public Buildings Authority (“PBA”), Federal Tax ID No. 3801, Case No. 19 BK 5523. **You may be a creditor of PBA, and you may be required to file a proof of claim (“Proof of Claim”).**

The deadline to file a proof of claim has been extended to June 26, 2020 at 4:00 p.m. (Atlantic Time).

If you have already filed a Proof of Claim, no further action is required unless directed by court order, notice, or otherwise.

Key Points

- In a Title III proceeding under PROMESA, creditors may be required to file claim forms stating the amount of money owed to them as of the day the Title III proceeding was filed. This document explains how to file claims.
- **Many creditors in the Title III Cases are not required to file a claim.** For more information, please refer to Claims Agent’s website at <https://cases.primeclerk.com/puertorico/>, call the Claims Agent at (844) 822-9231 (toll free for U.S. and Puerto Rico) or (646) 486-7944 (for international callers), available 10:00 a.m. to 7:00 p.m. (Atlantic Standard Time) (Spanish available), or email at puertoricoinfo@primeclerk.com.
- **If you are not required to file a claim, you do not need to complete and return a claim form,** and you will still keep your rights to vote on a plan of adjustment and receive payments under the plan. A plan of adjustment is a document that explains how a Debtor proposes to pay the amounts it owes to its creditors. Once filed, this plan will be available for creditors to review. Who gets to vote on the plan will be determined at a later date. The amount you may receive under the plan also will be determined later.
- **If you are required to file a claim against any of the Debtors,** the deadline to do so has been extended to **June 26, 2020 at 4:00 p.m., Atlantic Standard Time.** To obtain a form that you may use to file your claim, refer to the contact information below.
- Claims may be filed by (a) electronically filing on the Claims Agent’s website at <https://cases.primeclerk.com/puertorico/EPOC-Index>, or (b) mail or hand delivery to the addresses provided in Section 6 of this document.
- PLEASE NOTE THAT, in light of the Governor’s executive orders issued on March 15, 2020, March 30, 2020 and April 12, 2020, addressing the situation regarding COVID-19, the collection centers at which claimants may file proofs of claim by hand delivery will not open prior to May 4, 2020. Please call (844) 822-9231 before proceeding to one of these locations to confirm whether the location is open. Claimants are encouraged to file proofs of claim electronically or by mail until the opening of the collection centers.

After reading this notice, if you require additional information, you may contact the Claims Agent at (844) 822-9231 (toll free for U.S. and Puerto Rico) or (646) 486-7944 (for international callers), available 10:00 a.m. to 7:00 p.m. (Atlantic Standard Time) (Spanish available), or by email at puertoricoinfo@primeclerk.com. Please note that the people answering the phone number are not able to provide legal advice. If you have questions about your legal rights, including whether you need to file a claim, you should talk to an attorney.